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15180-A  
RECORDATION NO. 15180-1  
JAN 18 1989 - 4 26 PM

INTERSTATE COMMERCE COMMISSION

January 18, 1989

9 018A035

Honorable Noreta R. McGee  
Secretary  
Interstate Commerce Division  
Washington, D.C. 20423

No.  
Date JAN 18 1989  
Fee \$ 13.00  
ICC, Washington, D. C.

Dear Ms. McGee:

On behalf of Helm Financial Corporation, I submit for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder, seven (7) executed counterparts of a document, entitled Termination of Security Agreement (Chattel Mortgage) ("Termination"), executed January 17, 1989 which should be included as part of the filing recorded on March 10, 1987 at 3.35 p.m., Recordation No. 15180 as the next available recordation number being 15180-A.

The executing party to the enclosed Termination is:

Union Bank - Secured Party  
50 California Street  
San Francisco, CA 94111

The Termination, among other things, terminates the security interest of the Secured Party in all locomotives and rolling stock listed in the Security Agreement between the Secured Party and Helm Financial Corporation dated as of February 26, 1987 (the "Security Agreement") filed on March 10, 1987 at 3.35 p.m. under Recordation No. 15180.

The equipment covered is listed in the Security Agreement.

A short summary of the document to appear in the ICC Index is as follows:

"Termination of Security Interest."

JAN 18 4 16 PM '89  
NOTED FOR FILING  
100

think  
this will  
be  
15180-A

Charles M. West  
Ken Dodd 62

Honorable Noreta R. McGee  
January 18, 1989  
Page Two

Enclosed is a check in the amount of thirteen dollars (\$13.00) in payment of the filing fee. Once the filing has been made, please return to bearer the stamped counterparts of the Termination not needed for your files, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this transmittal letter.

Very truly yours,

A handwritten signature in cursive script, reading "L. Celeste H. Blumer".

L. Celeste H. Blumer

Enclosures  
LCHB:its

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

1/18/89

OFFICE OF THE SECRETARY

L. Celeste H. Blumer  
Manwell & Wes  
Citicorp Center  
One Sansome Street  
San Francisco, Calif. 94104

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/18/89 at 4:25pm, and assigned recordation number(s). 15180-A & 15215-A

Sincerely yours,

*Nesta L. McEuen*  
Secretary

Enclosure(s)

JAN 18 1989 - 4 22 PM

INTERSTATE COMMERCE COMMISSION

TERMINATION OF  
SECURITY AGREEMENT (CHATTEL MORTGAGE)

THIS TERMINATION OF SECURITY AGREEMENT (CHATTEL MORTGAGE), dated as of January 17, 1989, by Union Bank, a national banking association (the "Bank"), for the benefit of Helm Financial Corporation, a California corporation ("Helm").

1. Recitals. Helm owns certain 100-ton High Side Gondola Cars and General Motors (Electro Motive Division) Diesel Electric Locomotives, type G.P. 40 ("Cars") as listed in that certain Security Agreement dated as of February 26, 1987 and filed with the Interstate Commerce Commission under Recordation No. 15180, filed on March 10, 1987 at 3:35 p.m. by and between Helm and the Bank (the "Security Agreement"). Helm has granted a security interest in the Cars to the Bank upon the terms and conditions provided in the Security Agreement.

Pursuant to the terms of the Security Agreement, the Bank and Helm desire to terminate the Bank's security interest in the Cars.

2. Termination of Security Interest. the Bank's security interest in the Cars shall be and is hereby terminated upon the filing of this Termination with the Interstate Commerce Commission and all of the Bank's right, title and interest in and to the Cars shall and has become null and void.

IN WITNESS WHEREOF, the Bank, pursuant to due authority, has executed this Termination of Security Agreement (Chattel Mortgage) as of the date first above written.

UNION BANK

ATTEST:

By:

Title: Assistant Vice President

By: \_\_\_\_\_

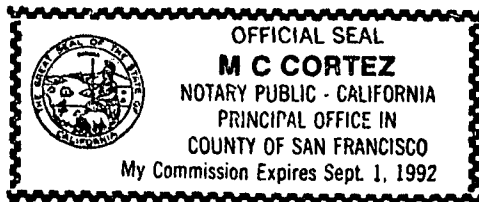
Title: \_\_\_\_\_

[Corporate Seal]

STATE OF CALIFORNIA       )  
  ) ss.  
COUNTY OF SAN FRANCISCO)

On this 17TH day of JANUARY, 1989, before me, personally appeared KATHY S. KAWAKAMI to me personally known, who being by me duly sworn, says that he/she is a REPRESENTATIVE of Union Bank, that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

[Seal]



M C Cortez  
Notary Public